

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L22100MH1981PLC024052

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACM7512L

(ii) (a) Name of the company

NEXT MEDIAWORKS LIMITED

(b) Registered office address

Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance  
Centre, Senapati Bapat Marg, Elphinstone Road  
Mumbai  
Mumbai City  
Maharashtra  
400013

(c) \*e-mail ID of the company

investor.communication@radi

(d) \*Telephone number with STD code

02244104104

(e) Website

www.nextmediaworks.com

(iii) Date of Incorporation

12/03/1981

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

23/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

0

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1					

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THE HINDUSTAN TIMES LTD	U74899DL1927PLC000155	Holding	0
2	HT MEDIA LIMITED	L22121DL2002PLC117874	Holding	51

3	NEXT RADIO LIMITED	U32201MH1999PLC122233	Subsidiary	51.4
4	SYNGIENCE BROADCAST AHM	U93090MH2017PLC293674	Subsidiary	0

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	80,000,000	66,892,908	66,892,908	66,892,908
Total amount of equity shares (in Rupees)	800,000,000	668,929,080	668,929,080	668,929,080

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	80,000,000	66,892,908	66,892,908	66,892,908
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	800,000,000	668,929,080	668,929,080	668,929,080

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	1,889	66,891,019	66892908	668,929,080	668,929,080	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	1,889	66,891,019	66892908	668,929,080	668,929,080	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) \*Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

0

(ii) Net worth of the Company

40,413,783

VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	10,715,043	16.02	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	39,446,264	58.97	0	
10.	Others	0	0	0	
	<b>Total</b>	50,161,307	74.99	0	0

**Total number of shareholders (promoters)**

7

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	10,395,992	15.54	0	
	(ii) Non-resident Indian (NRI)	105,471	0.16	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	



4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,636,409	2.45	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,556,870	6.81	0	
10.	Others (Clearing Members, IEPF, Tr	36,859	0.06	0	
	<b>Total</b>	16,731,601	25.02	0	0

**Total number of shareholders (other than promoters)**

13,772

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

13,779

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

4

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Acacia Partners, LP	9 West 57th Street Suite 5000 New			907,065	1.36
Acacia Institutional Pa	9 West 57th Street Suite 5000 New			473,893	0.71
Acacia Banyan Partner	IFS Court Twenty Eight Cybercity			182,545	0.27
Acacia II Partners, LP	9 West 57th Street Suite 5000 New			72,906	0.11

## VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	13,877	13,772
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year	Number of directors at the end of the year	Percentage of shares held by directors as at the end of year

	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	5	0	6	0	0
(i) Non-Independent	1	2	0	3	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>1</b>	<b>5</b>	<b>0</b>	<b>6</b>	<b>0</b>	<b>0</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

9

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ajay Relan	00002632	Director	0	01/10/2021
Suchitra Rajendra	07962214	Director	0	
Sameer Singh	08138465	Director	0	
Praveen Someshwar	01802656	Director	0	
Dinesh Mittal	00105769	Director	5	
Samudra Bhattacharya	02797819	Additional director	0	
Ramesh Menon	AHXPM3214G	CEO	0	
Anup Sharma	AAKPS0255P	CFO	0	
Diksha Singh	CCSPS8811F	Company Secretar	5	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sameer Singh	08138465	Director	29/12/2020	Change in designation
Harshad Jain	08191390	Managing Director	26/11/2020	Cessation
Harshad Jain	AAOPJ1877A	CEO	26/11/2020	Cessation
Abhishek Kapoor	AIWPK7327E	CFO	26/11/2020	Cessation
Ramesh Menon	AHXPM3214G	CEO	27/11/2020	Appointment
Anup Sharma	AAKPS0255P	CFO	27/11/2020	Appointment
Samudra Bhattacharya	02797819	Additional director	30/12/2020	Appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/12/2020	13,817	46	75.01

### B. BOARD MEETINGS

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/06/2020	6	6	100
2	23/07/2020	6	6	100
3	18/11/2020	6	3	50
4	27/11/2020	5	5	100
5	15/01/2021	6	6	100
6	11/02/2021	6	5	83.33

### C. COMMITTEE MEETINGS

Number of meetings held

10

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/06/2020	4	4	100
2	Audit Committee	23/07/2020	4	4	100
3	Audit Committee	15/09/2020	4	4	100
4	Audit Committee	26/11/2020	4	4	100
5	Audit Committee	15/01/2021	4	4	100
6	Audit Committee	10/02/2021	4	3	75
7	Banking & Finance	23/06/2020	3	2	66.67
8	Nomination & Remuneration	26/11/2020	3	3	100
9	Stakeholders' Meeting	16/03/2021	3	3	100
10	Meeting of Corporate Governance Committee	10/02/2021	3	3	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	23/09/2021
								(Y/N/NA)
1	Ajay Relan	6	6	100	8	8	100	No
2	Suchitra Rajer	6	5	83.33	9	9	100	Yes
3	Sameer Singh	6	5	83.33	7	7	100	Yes
4	Praveen Some	6	5	83.33	9	8	88.89	Yes
5	Dinesh Mittal	6	6	100	2	1	50	Yes
6	Samudra Bhat	2	2	100	0	0	0	Yes

### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Diksha Singh	Company Secre	1,289,218	0	0	74,586	1,363,804
	Total		1,289,218	0	0	74,586	1,363,804

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ajay Relan	Independent Dir	0	0	0	1,000,000	1,000,000
2	Sameer Singh	Independent Dir	0	0	0	850,000	850,000
3	Suchitra Rajendra	Independent Dir	0	0	0	950,000	950,000
	Total		0	0	0	2,800,000	2,800,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Manish Gupta

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4095

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DINESH MITTAL Digitally signed by DINESH MITTAL Date: 2021.12.08 18:15:31 +05'30'

DIN of the director

00105769

**To be digitally signed by**

DIKSHA SINGH Digitally signed by DIKSHA SINGH Date: 2021.12.08 15:27:05 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

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- 
- 
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**List of attachments**

Details of Foreign Institutional Investors - 3  
NMW - MGT-8 - FY-21.pdf

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**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

# RMG & ASSOCIATES

Company Secretaries

## Form No. MGT-8

**[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]**

### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **NEXT MEDIAWORKS LIMITED** (hereinafter referred to as "the Company") having CIN: **L22100MH1981PLC024052**, as required to be maintained under the Companies Act, 2013 (hereinafter referred to as "the Act") and the rules made thereunder for the financial year ended on **March 31, 2021**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. The status of compliance(s) of the provisions of the Act & Rules made thereunder, during the aforesaid financial year, is provided hereunder:
  1. As per the information available on website of Ministry of Corporate Affairs ("MCA"), the status of the Company is active and the Company continues to be a listed public company, limited by shares and having its Registered Office at Unit 701A, 7<sup>th</sup> Floor, Tower-2, Indiabulls Finance Centre, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400013.
  2. The Company has maintained registers/records, and made necessary entries within the time prescribed therefore.
  3. The Company has filed the forms and returns as stated in **Annexure 'A'** to this certificate, with the Registrar of Companies, Mumbai and IEPF Authority on the dates as detailed in the aforesaid Annexure as per the Act read with General Circular 12/2020 dated March 30, 2020 issued by MCA for Companies Fresh Start Scheme, 2020. However, the Company has not filed any form or return with the Regional Director, Central Government, National Company Law Tribunal & Court or other authorities, during the period under review.
  4. The Calling/convening/holding meetings of the Board of Directors & its committees and the meetings of the members of the Company on the dates as stated in the annual return as per the Act and as per the Notification No. G.S.R 186 (E) dated March 19, 2020 read with Notification No. G.S.R 395 (E)





dated June 23, 2020 issued by the MCA, to conduct the Meetings of the Board & its committees through Video Conferencing ("VC") or other audio-visual means ("OAVM") and as per General Circular Nos.14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, issued by the MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India to hold Extra-Ordinary General Meetings/Annual General Meetings through VC or OAVM, in respect of which meetings, notices were given and the proceedings including the circular resolutions have been recorded in the Minute Books/ Registers maintained for this purpose and the same have been signed. Further, it is recommended to observe the stricter applicability of Secretarial Standards.

5. The Company has not closed its Register of Members/Security holders, during the period under review.
6. The Company has not advanced any loan to its Directors and/or persons or firms or Companies referred in Section 185 of the Act, during the period under review.
7. As per the minutes of Audit Committee and information provided to us, all the contracts/arrangements/transactions entered with related parties, during the period under review, were in the ordinary course of business & on arms' length compliant terms and do not attract provisions of Section 188 of the Act.
8. The Company has not issued, allotted or bought back any securities and there were no instances of redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares/ securities, during the period under review.
9. There were no transaction(s) necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares, during the period under review.
10. The Company has not declared any dividend during the period under review. Further, instances of transfer of unpaid/ unclaimed dividend/other amounts to the Investor Education and Protection Fund (IEPF) in accordance with Section 125 of the Act are not applicable to the Company.
11. The audited financial statements for the period under review, were signed in accordance with the provisions of Section 134 of the Act and the Board's Report for the aforesaid period was also prepared & signed in accordance with the provisions of the Section 134(3), (4) & (5) of the Act.



12. During the period under review:

- i) The Company has requisite composition of Executive, Non-Executive and Independent Directors including Woman Independent Director on the Board of the Company;
- ii) The appointment and cessation of Director(s) & Key Managerial Personnel during the aforesaid period were carried out in compliance with applicable provisions of the Act;
- iii) The Company has complied with the provisions relating to appointment of Key Managerial Personnel(s) and their remuneration (as applicable).

13. The Company has appointed M/S BSR & Associates, Chartered Accountant [Firm Registration No-128901W] in the Annual General Meeting held on September 12, 2019 to hold office from the conclusion of said AGM till the conclusion of AGM to be held in the calendar year 2024.

14. During the period under review, a Composite Scheme of Amalgamation u/s 230-232 of the Companies Act, 2013 for amalgamation of Next Mediaworks Limited ("NMW"), Digicontent limited ("DCL") and HT Mobile Solutions Limited ("HTMS") with HT Media Limited ("HTML") ("Scheme"), has been approved by the Board of Directors of companies at their respective meetings held on February 11, 2021, subject to requisite approval(s). Both NSE and BSE have issued their no-objection letter in relation to the Scheme pursuant to Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Scheme has been filed before the Delhi and Mumbai Benches of Hon'ble National Company Law Tribunal ("NCLTs") on September 08, 2021 and September 13, 2021, respectively for necessary directions to convene the meetings of Equity Shareholders & Creditors of the respective companies for their approvals. The Scheme is subject to sanction by NCLTs and approvals of such other statutory authorities as may be required.

Further, the Company hasn't obtained any other approvals, during the period under review, from the Central Government, National Company Law Tribunal (NCLT), Regional Director, Registrar of Companies, Court or such other authorities as prescribed under the various provisions of the Act.

15. In accordance with the Auditor's Report, the Company has not invited any deposits falling within the purview of relevant sections of the Act, during the period under review.
16. The Company has not made any borrowings, from its directors, members, public financial institutions, for the period under review and the borrowings made by the Company from other body corporate are in accordance with the applicable provisions of the Act. Further, the Company had duly filed relevant e-form CHG-4 for satisfaction of charge and CHG-1 for modification of charge, during the year under review.



17. In accordance with the Auditor's Report, there are no guarantees given or investments made by the Company which is not in compliance with Section 186 of the Act. Further, the Company did not grant any loan or provide any security to other bodies corporate or person, during the period under review falling under the purview of Section 186 of the Act.
18. The Company has not altered any of the clauses of Memorandum of Association & Articles of Association of the Company, during the period under review.

**For RMG & Associates**  
**Company Secretaries**



*Manish Gupta*  
**CS Manish Gupta**  
**Partner**

**C.P. No.: 4095; FCS: 5123**

*01/12/2021*

**Place : New Delhi**  
**Date : 01-12-2021**  
**UDIN : FO05123C001617789**

**Annexure 'A'**

Forms and Returns filed by the Company with the **Registrar of Companies, Mumbai** and IEPF Authority, during the Financial Year ended on **March 31, 2021** majorly covered following:

Sl. No.	Form / Return	Under Section / Rule of Companies Act, 2013	Date of Filing	Whether filed within prescribed time	If delay in filing whether requisite additional fees paid or not
1.	Form MSME-1	Section 405	28-04-2020	Yes	NA
2.	Form BEN-2	Section 90(4)	01-06-2020	Yes	NA
3.	Form BEN-2	Section 90(4)	01-06-2020	Yes	NA
4.	Form BEN-2	Section 90(4)	01-06-2020	Yes	NA
5.	Form BEN-2	Section 90(4)	01-06-2020	Yes	NA
6.	Form BEN-2	Section 90(4)	01-06-2020	Yes	NA
7.	Form DPT-3	Rule 16A	29-06-2020	Yes	NA
8.	Form MGT-14	Section 117	22-07-2020	Yes	NA
9.	Form MGT-14	Section 117	21-08-2020	Yes	NA
10.	Form IEPF-2	Rules 7(2B)	27-08-2020	Yes (CFSS)	NA
11.	Form CHG-1	Section 77	04-09-2020	Yes	NA
12.	Form MGT-14	Section 117	26-12-2020	Yes	NA
13.	Form DIR-12	Section 168 & 170(2)	31-12-2020	Yes (CFSS)	NA
14.	Form MGT-14	Point no. XV of MCA General Circular No. 14/2020	27-01-2020	Yes	NA
15.	Form DIR-12	Section 152	27-01-2021	Yes	NA
16.	Form CHG-4	Section 82	27-01-2021	Yes	NA
17.	Form AOC-4 XBRL	Section 137	27-01-2021	Yes	NA
18.	Form DIR-12	Section 161	29-01-2021	Yes	NA
19.	Form MGT-15	Section 121	29-01-2021	No	Yes
20.	Form MGT-7	Section 92	26-02-2021	Yes	NA
21.	Form MGT-14	Section 117	11-03-2021	Yes	NA

**For RMG & Associates**  
Company Secretaries



**CS Manish Gupta**  
Partner

C.P. No.: 4095; FCS: 5123

Place : New Delhi  
Date : 01-12-2021  
UDIN : F005123C001617789

01/12/2021

NEXT MEDIAWORKS LTD											
List of Top 0 Shareholders as on 31/03/2021 ((FPC))											
SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT	MINOR CODE	PAN NO	
1	IN300054	10013042	ACACIA PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	UNITED STATES OF AMERICA	INUSFP022914	907065	1.36	FPC	AALFA7272K	
2	IN300054	10013034	ACACIA INSTITUTIONAL PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	UNITED STATES OF AMERICA	INUSFP023114	473893	0.71	FPC	AALFA7287Q	
3	IN300054	10024287	ACACIA BANYAN PARTNERS	IFS COURT TWENTY EIGHT CYBERCITY	MAURITIUS	INMUF023514	182545	0.27	FPC	AAGCA6900N	
4	IN300054	10013026	ACACIA II PARTNERS, LP	9 West 57th Street Suite 5000 NewYork NY	UNITED STATES OF AMERICA	INUSFP023014	72906	0.11	FPC	AALFA7270M	
<b>TOTAL:</b>							<b>1636409</b>	<b>2.45</b>			

*K. Ray*

Raj Kumar Kale  
Assistant General Manager

